

NO200006212

200007134932--6
-08/15/02--01035--002
*****78.75 *****78.75

August 5, 2002

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Incorporation of Clearview Prep Charter School, Inc.

Dear Sir/Madam:

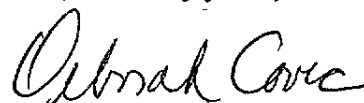
Enclosed please find the following:

1. An original and one (1) copy of the Articles of Incorporation for *Clearview Prep Charter School, Inc.*
2. An original Certificate of Designation of Registered Agent/Registered Office; and
3. A check in the amount of \$78.75 for the filing fee.

If you find these documents to be in proper form, please file the original and provide the undersigned with a certified copy thereof.

Thanking you for your cooperation, I remain,

Very sincerely yours,


Deborah Covic

/dc
Enclosures



FILED
02 AUG 15 AM 10:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Clearview Prep Charter School, Inc.

A Not For Profit Corporation
Pursuant to Fla. Stat. 617.0202

ARTICLES OF INCORPORATION

ARTICLE I

Name

The name of the Corporation is Clearview Prep Charter School, Inc.

ARTICLE II

Principal Place of Business and Mailing Address

The principal place of business and mailing address shall be: 6825 Trouble Creek Road, New Port Richey, Florida 34653.

ARTICLE III

Enabling- Law

The Corporation shall be a corporation not-for-profit and shall have neither capital stock nor shareholders.

ARTICLE IV

Term of Existence

The Corporation shall have perpetual duration.

ARTICLE V

Corporate Purpose

The Corporation is organized and shall be operated exclusively for educational purposes and not for Pecuniary profit. The Corporation shall operate and administer, for and on behalf of, the Charter School as described in Florida Statutes/ to be housed in Pasco County, Florida. The Charter School will function as educational instruction by directing its teaching, research, and public service activities toward the transformation of educational programs and processes in the K-12 system. By working in collaboration with the Pasco County School Board and the local community. Clearview Prep Charter School, Inc., will explore educational approaches that build on the strengths of a variety of academic disciplines to meet the needs of young children through an integrated learning system. All assets and earnings of the Corporation shall be used exclusively for the exempt purposes set forth above, including the payment of expenses incidental thereto.

FILED
02 AUG 15 AM 10:38
TALLAHASSEE FLORIDA
SECRETARY OF STATE

ARTICLE VI

Corporate Powers

Section 1. Powers. The Corporation shall have all the powers and authority as are now or may hereafter be granted to corporations not for profit under the laws of the State of Florida.

Section 2. Limitations on Powers The Corporation shall not have the power to:

- a.) Convey, pledge or otherwise encumber assets of the State of Florida;
- b.) Issue stock, nor pay dividends;
- c.) Attempt to influence legislation as a substantial part of its activities;
- d.) Allow any part of its income to inure to the benefit of directors or except in the furtherance of its charitable purposes, or as compensation for services rendered which are unrelated to Board duties;
- e.) Participate to any extent in any political campaign for or against any candidate for public office, or
- f.) Conduct any activities not permitted to be carried on by organizations exempt under Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended and its Regulations as they now exist or as they may exist or as they may hereafter be amended.

Section 3. Power of the School Administrator The School Administrator shall have the following powers and duties:

- (a) Monitor and control the use of charter school resources by the Corporation.
- (b) Control the use of the Charter School's name by the Corporation.
- (c) Monitor compliance of the Corporation with state and federal laws and rules of the Pasco County School Board.
- (d) Recommend to the Board of Directors an annual budget.
- (e) Review and approve expenditure plans at least quarterly.
- (f) Approve salary supplements and other compensation or benefits paid to faculty and staff from Corporation assets.

- (g) Approve benefits and other compensation paid to employees of the Corporation, consistent with Pasco County School Board policies.

ARTICLE VII

Management

Section 1. The Board of Directors. The Board of Directors who shall serve without compensation shall manage the affairs of the Corporation. The Board of Directors shall consist of not less than three (3), nor more than seven (7), directors. Each Director shall serve for duration of two (2) years. The procedures for Directors shall be in accordance with the procedure provided in the Bylaws.

Section 2. The names and street addresses of the initial directors are:

1. Robert Fransen, Lansdowne Lane, New Port Richey, Florida 34653
2. Robert Stegmann, 8517 Wagon Wheel Lane, Hudson, Florida 34667
3. Jerry Firlik 5243 Las Flores Via, New Port Richey, Florida, 34653
4. Joseph Fenley, 3266 Centerwood Drive, Tarpon Springs, Florida
5. Donna Cahill, 9740 Hermosillo Drive, New Port Richey, Florida

ARTICLE IX

Officers

Section 1. The Officers. The Officers of the Corporation shall consist of a Chairman, a Vice Chairman, Treasurer, Secretary and such other officers as shall from time to time be provided for in the Bylaws. The initial corporate officers are as follows:

1. President, Joseph Fenley ✓
2. Vice President, Robert Fransen ✓
3. Treasurer, Jerry Firlik ✓
4. Secretary, Donna Cahill ✓

ARTICLE X

Incorporator

The Incorporator of this entity and her street address are: Deborah Covic, 6825 Trouble Creek Road, New Port Richey, Florida 34653.

ARTICLE XI
Amendments to the Bylaws and Articles of Incorporation

The Bylaws of the Corporation may be adopted, altered, amended, or repealed by a majority vote of the Board of Directors at any regular or special meeting of the Board/ or by all directors signing a written statement manifesting their intention that the Bylaws be adopted, altered, amended, or repealed, and in all instances, with the written concurrence of the School administrator, of the Charter School. The School Administrator shall submit such amendments to the Board of Directors, prior to such amendment becoming effective, provided, however, with respect to any meetings, notice thereof, which shall include the text of the proposed change to the Bylaws, shall be furnished in writing to each director of the Corporation, at least ten (10) days prior to the meeting at which such Bylaws amendment "shall be voted upon.

The Articles of Incorporation of the Corporation may be amended by Two-thirds (2/3) vote of the Board of Directors at any regular or special meeting of the Board or by all directors signing a written statement manifesting their intention that an amendment to the Articles of Incorporation be adopted, and in all instances, with the written concurrence of the School Administrator. The School Administrator shall submit such amendments to the Board of Directors approval, prior to such amendment becoming effective, provided, however, with respect to any meetings. Notice thereof, which shall include the text of the proposed change to Article of Incorporation, shall be furnished in writing to each member of the Corporation at least ten (10) days prior to the meeting at which such amendment of the Articles of Incorporation is to be voted upon.

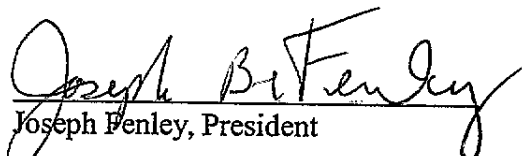
ARTICLE XII
Dissolution

Upon dissolution or winding up of this Corporation, all of its assets remaining after payments of all costs and expenses of such dissolution, shall be disbursed to the Pasco County School Board.

ARTICLE XIII
Registered Office and Registered Agent

The Corporation hereby designates the Registered Office to be located at 6825 Trouble Creek Road, New Port Richey, Florida 34653, and hereby designates and appoints Deborah Covic as Registered Agent of the Corporation, to accept service of process within this State, to serve in such capacity until a successor is selected and duly designated.

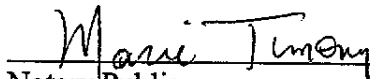
IN WITNESS WHEREOF, the undersigned has subscribed his/her name under seal this 9th day of August, 2002.


Joseph Fenley, President

STATE OF FLORIDA)
COUNTY OF Pasco

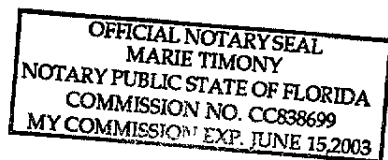
On this day, before me personally appeared Joseph Fenley, personally known to me to be the person who executed the foregoing Articles of Incorporation on behalf of said corporation and acknowledged to me that he executed the same for the uses and purposes contained therein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 9 day of August, 2002.

 Marie Timony
Notary Public

My commission expires:

6-15-03



**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

1. The name of the corporation is: *Clearview Prep Charter School, Inc.*
2. The name and address of the registered agent and office is:

*Deborah Covic, 6825 Trouble Creek Road, New Port Richey, Florida
34653.*

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Deborah Covic
Deborah Covic

8-9-02
Date

FILED
02 AUG 15 AM 10:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA